

LATHAM & WATKINS LLP

885 Third Avenue
New York, New York 10022
Telephone: (212) 906-1200
Facsimile: (212) 751-4864

*Attorneys for ABN AMRO Bank (Ireland) Ltd.
(f/k/a Fortis Prime Fund Solutions Bank
(Ireland) Ltd.) (n/k/a ABN AMRO Retained
Custodial Services (Ireland) Limited) and
ABN AMRO Custodial Services (Ireland) Ltd.
(f/k/a Fortis Prime Fund Solutions Custodial
Services (Ireland) Ltd.)*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Substantively
Consolidated SIPA Liquidation of Bernard L. Madoff
Investment Securities LLC and Bernard L. Madoff,

Plaintiff,

v.

ABN AMRO BANK (IRELAND), LTD, (f/k/a
FORTIS PRIME FUND SOLUTIONS BANK
(IRELAND) LIMITED) and

ABN AMRO CUSTODIAL SERVICES (IRELAND),
LTD (f/k/a FORTIS PRIME FUND SOLUTIONS
CUSTODIAL SERVICES (IRELAND) LTD.),

Defendants.

Adv. Pro. No. 08-01789 (SMB)

SIPA Liquidation

(Substantively Consolidated)

Adv. Pro. No. 10-05355 (SMB)

**DECLARATION OF AMOD KUMAR IN SUPPORT OF THE ABN DEFENDANTS'
SUPPLEMENTAL MEMORANDUM OF LAW IN SUPPORT OF DEFENDANTS'
OPPOSITION TO THE TRUSTEE'S MOTION FOR LIMITED
DISCOVERY ON THE GOOD FAITH ISSUE**

I, Amod Kumar, am Chief Operations Officer at ABN AMRO Fund Services, a business unit of ABN AMRO Bank N.V. (“ABN AMRO Bank”), Foppingadreef 22, 1102BS, Amsterdam, Netherlands. I submit this declaration in support of the ABN Defendants’ Supplemental Memorandum of Law in Support of Defendants’ Opposition to the Trustee’s Motion for Limited Discovery on the Good Faith Issue (the “Supplemental Brief”).

1. I make this declaration to provide relevant information in connection with the Supplemental Brief.

2. As Chief Operations Officer at ABN AMRO Fund Services, I have personal knowledge of the facts stated herein except where the basis is otherwise identified.

3. ABN AMRO Bank is the indirect parent company of Defendants ABN AMRO Bank (Ireland) Ltd. (f/k/a Fortis Prime Fund Solutions Bank (Ireland) Ltd.) (n/k/a ABN AMRO Retained Custodial Services (Ireland) Limited) and ABN AMRO Custodial Services (Ireland) Limited (f/k/a Fortis Prime Fund Solutions Custodial Services (Ireland) Ltd.) (together, the “ABN Defendants”).

4. ABN AMRO Bank is the indirect parent company of ABN AMRO Fund Services USA LLC (which has since been dissolved). ABN AMRO Fund Services USA LLC was the successor entity to Fortis PFS USA LLC, which in turn was the successor entity to Fortis Prime Fund Solutions (USA) LLC (together, “ABN Fund Services”).

5. ABN Fund Services and the ABN Defendants were both part of ABN AMRO Prime Fund Solutions. ABN AMRO Prime Fund Solutions was the business unit comprising all of the “Prime Fund Solutions” companies at ABN AMRO Bank at the time.

6. In 2010, Irving Picard, the Trustee for the BLMIS estate, served a Subpoena for Rule 2004 Examination (the “Rule 2004 Subpoena”) on ABN Fund Services. At the time, I was

Global Head of Business Process Management at ABN AMRO Prime Fund Solutions. To the best of my knowledge, pertinent staff at that time assisted ABN Fund Services and its counsel, Latham & Watkins, in the identification, collection, and review of documents in response to the Rule 2004 Subpoena.

7. To the best of my knowledge and belief, all documents regarding Bernard L. Madoff Investment Securities LLC have been retained.

8. Since 2010, the greater ABN AMRO corporate family (the “ABN AMRO Group”) has undergone significant restructuring.

9. In July 2010, Fortis Bank (Nederland) N.V., then the indirect parent of ABN Fund Services and the ABN Defendants, legally merged with ABN AMRO Bank N.V. and began operating as a single bank under the name of ABN AMRO Bank N.V.

10. In May 2011, ABN AMRO Bank decided to exit the Prime Fund solutions business, and sold that business to Credit Suisse AG (“Credit Suisse”), which included the activities conducted by ABN Fund Services and the ABN Defendants. In most cases, the Prime Fund Solutions entities, including the ABN Defendants, were not transferred to Credit Suisse and continue in legal existence. However, certain entities, including ABN Fund Services, were dissolved. The Certificate of Cancellation for ABN Fund Services is attached here as Exhibit A.

11. As part of this restructuring, hard copy documents belonging to the ABN Defendants were placed in a storage facility in the Netherlands.

12. Similarly, the emails and other electronic documents belonging to the ABN Defendants from this time period have been moved to offline servers, and would take significant time, effort, and expense to restore for review and production.

13. Largely due to this restructuring, all of the employees of ABN Fund Services from 2010 are no longer employed by any entity in the ABN AMRO Group. Pursuant to the sale agreement with Credit Suisse, most employees of ABN Fund Services were transferred to Credit Suisse when it purchased the Prime Fund Solutions business.

14. Likewise, the ABN Defendants (which are in good standing) have no business or employees anymore. Most of the ABN Defendants' employees were transferred to Credit Suisse when it purchased the Prime Fund Solutions business.

15. As a result of the storage of the relevant documents and the lack of knowledgeable employees, it would require significant cost and effort by ABN AMRO Bank and its counsel to identify and collect the documents relevant to the Trustee's discovery requests, determine which documents are possessed by which entity, and to prepare them for review and production at this time.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 6th day of October, 2017 in Amsterdam, Netherlands.



Amod Kumar